

-----Original Message-----

**From:** Jonathan S. Marashlian [mailto:jmarashlian@earthlink.net]

**Sent:** Wednesday, June 21, 2006 5:13 PM

**To:** 'Stephen Murray'; 'David Rudd--GR'

**Cc:** mike@omnilec.com; 'Fred Miri'

**Subject:** RE: Letter to Counsel From Gallatin

David -

Although BitWise cannot tie the \$114 of remaining undisputed charges to any invoice, BitWise will nonetheless make payment on the \$114 balance today. Please remove the ordering freeze promptly upon receipt of payment.

Your letter indicates that GRC is frustrated in its efforts to negotiate a replacement ICA with my client. GRC's frustrations are understandable. However, GRC's frustrations must be tempered against the backdrop of the regulatory uncertainty governing the implementation of the TRRO and associated changes in Illinois law (all of which has only just recently been resolved by the DC Circuit – see attached Opinion), my client's limited management resources which results in Mike's busy and unpredictable schedule, and the fact that the contents of the proposed replacement ICA first presented to my client and the ICA presented to counsel upon the parties' re-establishment of the negotiation cycle has substantively evolved over time by GRC's choice. Nonetheless, frustrations arising from the past should have no bearing on the obligation both parties recently agreed to undertake to quickly negotiate in good faith towards the ultimate goal of executing a fair and reasonable replacement ICA that is consistent with the changes in federal and state law, but which remains subject to the ICC's continuing jurisdiction over the reasonableness of all wholesale rates. As I have indicated to Stephen, I am prepared to work towards this goal on behalf of my client. In the meantime, however, we expect GRC to comply with its contractual obligations under the existing ICA.

One of these obligations we will discuss tomorrow, pertaining to the offering of DS-1 UNE loops.

As you should be aware, the billing disputes which gave rise to the ordering freeze are directly linked to the DS-1 pricing issue. My client only ceased making payments on undisputed charges upon being advised by GRC that GRC would implement the freeze regardless of whether he paid the undisputed portion. My client's response of withholding payment pending resolution of the underlying issue was a reasonable step because it was taken in self-preservation and only after having been advised that GRC intended to freeze ordering unless it received full payment of all disputed and undisputed charges.

Nevertheless, my client has now paid in full (or will soon) all undisputed charges. Therefore, we anticipate lifting of the ordering freeze to permit my client to process orders no later than tomorrow morning, if not sooner.

I also look forward to discussing with you and Stephen and GRC management our concerns regarding the DS-1 UNE loop issue and to reaching a temporary compromise agreement on pricing until such time as a replacement ICA is executed.

I am available at 10 AM EST for your call.

With regards,  
Jonathan

Jonathan S. Marashlian  
The Helein Law Group, P.C.  
8180 Greensboro Drive, Suite 700  
McLean, Virginia 22102  
Tel: 703.714.1313  
Fax: 703.714.1330  
E-mail: [jsm@thlglaw.com](mailto:jsm@thlglaw.com)  
Web: [www.THLGLaw.com](http://www.THLGLaw.com)

CONFIDENTIAL & PRIVILEGED - ATTORNEY-CLIENT COMMUNICATION

6/22/2007

Pursuant to Treasury Regulations, any U.S. federal tax advice contained in this communication, unless otherwise stated, is not intended and cannot be used for the purpose of avoiding tax-related penalties.

This message contains confidential information belonging to the sender, which is intended to be legally privileged and confidential and/or a purely private communication between the sender and the recipient(s). The information contained herein, including any attachments, is intended only for the use of the recipient(s). If you are not a named recipient(s), or an employee or agent responsible for delivering it to a named recipient, you are advised and placed on notice that any disclosure, copying, distribution, the taking of any action or refraining from an action in reliance on the contents or information contained in this message and any attachment is strictly prohibited and may be legally actionable. If you have received this message or any portion of it in error, please immediately advise the sender by return email to [jsm@thlglaw.com](mailto:jsm@thlglaw.com), with a copy to [mike@thlglaw.com](mailto:mike@thlglaw.com) and delete the message and any attachments and destroy any hardcopies made by you or others. If you have forwarded this message or any portion of it to another or others, you must notify us immediately of their proper email or other addresses and you are to notify them of the privileged and confidential nature of this message and to take action to delete the message and its attachments and to destroy any hardcopies. Thank you.

---

**From:** Stephen Murray [<mailto:murrays@madisonriver.net>]  
**Sent:** Wednesday, June 21, 2006 5:10 PM  
**To:** David Rudd--GR; [jsm@thlglaw.com](mailto:jsm@thlglaw.com)  
**Cc:** [mike@omnilec.com](mailto:mike@omnilec.com); Fred Miri  
**Subject:** RE: Letter to Counsel From Gallatin

Thank you, David

Stephen V. Murray  
Director, Regulatory Affairs  
Madison River Communications, LLC  
103 So. 5th Street  
Mebane, NC 27302  
919-563-8109  
[murrays@madisonriver.net](mailto:murrays@madisonriver.net)

-----Original Message-----

**From:** DORUDD@aol.com [<mailto:DORUDD@aol.com>]  
**Sent:** Wednesday, June 21, 2006 4:43 PM  
**To:** [jsm@thlglaw.com](mailto:jsm@thlglaw.com)  
**Cc:** [mike@omnilec.com](mailto:mike@omnilec.com); [mirif@madisonriver.net](mailto:mirif@madisonriver.net); [murrays@madisonriver.net](mailto:murrays@madisonriver.net)  
**Subject:** Letter to Counsel From Gallatin

Jonathan, attached is a response to your email communication to Steve Murray. Perhaps these matters can be discussed and hopefully resolved during our conversation tomorrow.

DAVID O. RUDD  
Gallatin River Communications L.L.C.  
625 S. Second St., Springfield IL 62704  
(217) 744-2420 Fax (217) 744-2421

6/22/2007